

**KAREN BRINKMANN** PLLC  
TELECOM, MEDIA & TECHNOLOGY LAW

555 ELEVENTH STREET, NW  
MAIL STATION 07  
WASHINGTON, D.C. 20004-1304  
(202) 365-0325  
[KB@KarenBrinkmann.com](mailto:KB@KarenBrinkmann.com)

April 27, 2012

**REDACTED FOR PUBLIC INSPECTION – SUBJECT TO REQUEST FOR  
CONFIDENTIAL TREATMENT**

**BY ELECTRONIC FILING**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 Twelfth Street, SW  
Washington, D.C. 20554

Dear Ms. Dortch:

Re: Petition Of T-Mobile For FCC Designation As An Eligible  
Telecommunications Carrier For Mobility Fund Phase I (Auction 901), WC  
Docket No. 09-197, WT Docket No. 10-208, AU Docket No. 12-25

Dear Ms. Dortch:

T-Mobile USA, Inc. (“T-Mobile”) respectfully requests that the Commission accept for filing the enclosed Service Improvement Plans (“SIPs”) and associate them with T-Mobile’s pending Petition For FCC Designation As An Eligible Telecommunications Carrier For Mobility Fund Phase I (Auction 901), filed April 13, 2012 in the above-referenced dockets (the “Petition”).

In the Petition, T-Mobile noted that the Commission’s rules require all eligible telecommunications carriers (“ETCs”) to file new SIPs with the Commission beginning April 1, 2013, detailing how they will comply with the broadband deployment obligations established by the Commission. T-Mobile seeks federal ETC designation to participate in Auction 901 for Mobility Fund Phase I support, scheduled for September 27, 2012.<sup>1</sup> While the final list of census blocks that will be eligible for Mobility Fund Phase I support (“Phase I Support”) has not yet been published by the Commission, T-Mobile has prepared the enclosed preliminary SIPs for each of the seven states for which ETC designation is requested in the Petition.

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<sup>1</sup> See 54 C.F.R. §54.202(a)(1)(ii).

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The enclosed SIPs describe the improvements that T-Mobile anticipates making if the requested ETC designations are granted and if T-Mobile is awarded Phase I Support for the census blocks in which it is interested, based on the Commission's preliminary list. Specifically, the enclosed SIPs provide detail on a state-by-state basis, to demonstrate where and how Phase I Support would be used to expand 3G or better mobile voice and broadband services to unserved populations, the approximate number of customers that would see service improvements, and the approximate size of the geographic area that would be covered by those improvements. T-Mobile may revise these SIPs if necessary to reflect the eligible census blocks, when the final list is released.

**Request for Confidential Treatment**

Information included in the enclosed SIPs is non-public and proprietary to T-Mobile, and its disclosure would be commercially and competitively sensitive, particularly because it is being provided in advance of the start of Auction 901 and describes business plans and could reveal T-Mobile's Auction 901 strategy. Therefore, T-Mobile submits the enclosed SIPs subject to the request that the Commission afford confidential treatment to the information that has been marked as confidential (the "T-Mobile Confidential Information"). The T-Mobile Confidential Information meets the requirements for confidential treatment contained in the Commission's rules.<sup>2</sup>

Disclosure of the T-Mobile Confidential Information could result in substantial competitive harm to T-Mobile. If potential competing bidders in Auction 901 could view the T-Mobile Confidential Information, they would have information that might impact decisions related to their participation and bidding in Auction 901, particularly altering the census blocks in which they decide to bid as well as informing their bidding strategy. Other competitors to T-Mobile also could gain a competitive advantage by gaining access to information about T-Mobile's potential network improvement plans.

T-Mobile has carefully protected the T-Mobile Confidential Information from commercial disclosure. The T-Mobile Confidential Information is not published in this form in any SEC reports or FCC reports. It is not in the public record.

The Confidential version of the SIPs is also being filed today under separate cover. Each page of the confidential version of the SIPs is marked "CONFIDENTIAL – NOT FOR PUBLIC INSPECTION – SUBJECT TO REQUEST FOR CONFIDENTIAL TREATMENT." Where Confidential Information is included, the relevant portions of the text are marked "[BEGIN CONFIDENTIAL] [END CONFIDENTIAL]."

The redacted copies of the SIPs are marked "REDACTED FOR PUBLIC INSPECTION – SUBJECT TO REQUEST FOR CONFIDENTIAL TREATMENT," and confidential portions of the SIPs have been removed. Where Confidential Information

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<sup>2</sup> 47 C.F.R. § 0.459.

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has been removed, the relevant portions of the text are marked “[REDACTED].”

The T-Mobile Confidential Information is provided solely in support of the Petition. T-Mobile therefore requests that, if the Commission does not grant this request for confidential treatment, it be permitted to remove the T-Mobile Confidential Information from the SIPs and revise the Petition accordingly.

Please direct any questions concerning this matter to me.

Respectfully submitted,

/s/  
Karen Brinkmann  
*Counsel for T-Mobile USA, Inc.*

Enclosures

cc: Lisa Stover  
Erik Salovaara  
Margaret Wiener